

**Presentment Date and Time: August 25, 2021, at 10:00 a.m. (prevailing Eastern Time)**  
**Objection Date and Time: August 22, 2021, at 4:00 p.m. (prevailing Eastern Time)**

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*Counsel to the Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**PURDUE PHARMA L.P., et al.,  
  
Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 19-23649 (RDD)  
  
(Jointly Administered)**

**NOTICE OF PRESENTMENT OF DEBTORS' MOTION TO SUPPLEMENT ORDER  
AUTHORIZING THE DEBTORS TO ASSUME THE REIMBURSEMENT  
AGREEMENT AND PAY THE FEES AND EXPENSES OF THE  
AD HOC COMMITTEE'S PROFESSIONALS**

**PLEASE TAKE NOTICE** that on August 11, 2021, the above-captioned debtors and  
debtors in possession in these proceedings (collectively, the “**Debtors**”) filed the annexed *Debtors’*

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

*Motion to Supplement the Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee's Professionals* (the "**Motion**").

**PLEASE TAKE FURTHER NOTICE** that, unless a written objection to the Motion is served and filed with proof of service with the Clerk of Court, and a courtesy copy is delivered to the undersigned and to the chambers of the Honorable Robert D. Drain, so as to be received by **August 22, 2021 at 4:00 p.m. (prevailing Eastern Time)**, there will not be a hearing to consider such Motion, and an order, substantially in the form attached to the Motion as **Exhibit A** (the "**Proposed Order**"), will be presented for signature by the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court, 300 Quarropas Street, White Plains, New York 10601, on **August 25, 2021 at 10:00 a.m. (prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that, if a written objection is timely filed and served with respect to the Motion, a hearing (the "**Hearing**") will be held to consider the Motion and Proposed Order before the Court, 300 Quarropas Street, White Plains, New York 10601, on a date to be announced.

**PLEASE TAKE FURTHER NOTICE** that any objecting parties are required to attend the Hearing and a failure to appear may result in relief being granted upon default.

**PLEASE TAKE FURTHER NOTICE** that copies of the Motion may be obtained free of charge by visiting the website of Prime Clerk LLC at <https://restructuring.primeclerk.com/purduepharma>. You may also obtain copies of any pleadings by visiting the Bankruptcy Court's website at <https://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: August 11, 2021  
New York, New York

DAVIS POLK & WARDWELL LLP

By: /s/ Eli J. Vonnegut

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**PURDUE PHARMA L.P., et al.,  
  
Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 19-23649 (RDD)**

**(Jointly Administered)**

**DEBTORS' MOTION TO SUPPLEMENT THE ORDER AUTHORIZING  
THE DEBTORS TO ASSUME THE REIMBURSEMENT AGREEMENT AND PAY THE  
FEES AND EXPENSES OF THE AD HOC COMMITTEE'S PROFESSIONALS**

Purdue Pharma L.P. (“**PPLP**”) and its affiliates that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**,” the “**Company**” or “**Purdue**”) respectfully represent as follows:

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

### **Relief Requested**

1. By this motion (the “**Motion**”), and pursuant to sections 105(a) and 363(b) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 6004 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), and Rule 9013-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Supplemental Order**”), supplementing the *Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [D.I. 553] (as supplemented prior to the date hereof, the “**Reimbursement Order**”) to (i) authorize Gilbert LLP, in its capacity as counsel to the Ad Hoc Committee of Governmental and Other Contingent Claimants (the “**Ad Hoc Committee**”), to engage Gnarus Advisors, LLC (“**Gnarus**”) as an expert for the Ad Hoc Committee in preparation for and in connection with the hearing to be held by the Bankruptcy Court regarding confirmation of the Debtors’ proposed joint chapter 11 plan of reorganization (the “**Confirmation Hearing**”), on the terms and conditions set forth in the engagement letter attached hereto as **Exhibit B** (the “**Engagement Letter**”) and (b) authorize the Debtors to compensate and reimburse Gilbert LLP for Gnarus’s services pursuant to the terms of the Engagement Letter, subject to the terms of the Reimbursement Order.

### **Jurisdiction and Venue**

2. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b) and, pursuant to Bankruptcy Rule 7008, the Debtors consent to entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter a final

order or judgment consistent with Article III of the United States Constitution. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **General Background**

3. On September 15, 2019 (the “**Petition Date**”), each Debtor commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code (the “**Chapter 11 Cases**”). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On September 27, 2019, the United States Trustee for the Southern District of New York appointed the official committee of unsecured creditors (the “**Creditors’ Committee**”).

4. Information about the Debtors’ businesses and the events leading up to the Petition Date can be found in the *Debtors’ Informational Brief* filed on September 16, 2019 [D.I. 17].

5. The Cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the *Order Directing Joint Administration of Chapter 11 Cases* [D.I. 59] entered by the Court on September 18, 2019 in each of the Cases.

### **The Reimbursement Order**

6. On October 29, 2019, the Debtors filed the *Debtors’ Motion to Assume the Prepetition Reimbursement Agreement with the Ad Hoc Committee, and to Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [D.I. 394] (the “**Reimbursement Motion**”).

7. On December 2, 2019, the Court entered the Reimbursement Order granting the Reimbursement Motion, which authorizes the Debtors to perform under a prepetition Reimbursement Agreement (as defined therein) and pay the reasonable fees and expenses of (i) Brown Rudnick LLP, (ii) Gilbert LLP (“**Gilbert**”), (iii) Kramer Levin Naftalis & Frankel LLP, (iv) Otterbourg PC, and (v) FTI Consulting, Inc. on the terms set forth in the Reimbursement Agreement and Reimbursement Order (together, the “**Initial Professionals**”).

8. On August 26, 2020, the Court entered the *Supplemental Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee's Professionals* [D.I. 1617] (the “**First Supplemental Order**”) authorizing the Debtors to compensate and reimburse Houlihan Lokey Capital Inc. (“**Houlihan Lokey**” and, together with the Initial Professionals, the “**Professionals**”) in accordance with the terms of the Engagement Letter attached as Exhibit A to the First Supplemental Order and subject to the terms of the Reimbursement Order.

9. On December 22, 2020, the Court entered the *Second Supplemental Order Authorizing the Debtors to Assume the Reimbursement Agreement and Pay the Fees and Expenses of the Ad Hoc Committee's Professionals* [D.I. 2190] (the “**Second Supplemental Order**”) authorizing the Debtors to pay the Allocation Fees (as defined in the Reimbursement Order) as set forth therein.

**Basis for Relief Requested**

10. Prior to the Petition Date, the Debtors purchased a variety of insurance policies spanning numerous years that provide substantial coverage for the claims, liabilities, and losses that are among the subjects of the Chapter 11 Cases.

11. The Ad Hoc Committee has retained Gilbert as its counsel with respect to issues related to the Debtors' insurance. The Debtors are authorized to pay Gilbert for their reasonable and documented fees and expenses pursuant to the Reimbursement Agreement and the Reimbursement Order.

12. In preparation for and in connection with the Confirmation Hearing, the Ad Hoc Committee requires Gnarus's services as an expert with respect to various insurance-related issues, and seeks to retain Gnarus on the terms and conditions set forth in the Engagement Letter. The

Ad Hoc Committee requests that the Bankruptcy Court supplement the Reimbursement Order to authorize Gilbert, in its capacity as counsel to the Ad Hoc Committee, to engage Gnarus pursuant to the Engagement Letter, and to authorize the Debtors to compensate and reimburse Gilbert for Gnarus's services pursuant to the terms of the Engagement Letter and subject to the terms of the Reimbursement Order.

13. The Creditors' Committee supports the Ad Hoc Committee's request to supplement the Reimbursement Order to authorize Gilbert to engage Gnarus and the Debtors to compensate and reimburse Gilbert for Gnarus's services.

**Notice**

14. Notice of this Motion will be provided to (a) the entities on the Master Service List (as defined in the Case Management Order and available on the Debtors' case website at <https://restructuring.primeclerk.com/purduepharma>) and (b) any person or entity with a particularized interest in the subject matter of this motion. The Debtors respectfully submit that no further notice is required.

**No Previous Request**

15. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

*[Remainder of Page Intentionally Left Blank]*



Dated: New York, New York  
August 11, 2021

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